

RECORDATION NO. 12905-2
Filed 1425

APR 13 1981 12 05 PM

INTERSTATE COMMERCE COMMISSION
OFFICES

RECORDATION NO. 12905-2
Filed 1425

APR 13 1981 12 05 PM

INTERSTATE COMMERCE COMMISSION

Mrs. Agatha L. Mergenovich
Secretary
Interstate Commerce Commission
12th and Constitution Avenues, N. W.
Washington, D.C. 20423

Attention: Mrs. Mildred Lee, Room 2227

Dear Madam Secretary:

There are handed to you herewith, for recording in compliance with the provisions of Section 20c of the Interstate Commerce Commission, four executed original counterparts each of Individual Sale Records Nos. 2 through 7, which are supplemental to the Master Conditional Sale Agreement recorded on February 11, 1981, file number 12905, and Individual Leasing Records Nos. 2 through 7 supplemental to the Master Leasing Agreement also recorded on February 11, 1981, file number 12905-A. Also enclosed is this Company's check in the amount of \$240.00 in payment of the required recording fees.

The following information is set forth in accordance with the provisions of Section 57.4 of the Commission's Order of July 28, 1952, as amended:

Name and Address of Conditional Seller:

The Commonwealth Plan, Inc.
2655 Campus Drive, Suite 200
San Mateo, California 94403

Name and Address of Conditional Buyer and Lessor:

Southwestern States Management Co.
701 Commerce Street
Dallas, Texas 75202

Name and Address of Lessee:

Missouri-Kansas-Texas Railroad Company
701 Commerce Street
Dallas, Texas 75202

RECORDATION NO. 12905-2
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INTERSTATE COMMERCE COMMISSION
AREA OFFICE
573-1200

RECORDATION NO. 12905-2
Filed 1425

APR 13 1981 12 05 PM

INTERSTATE COMMERCE COMMISSION

No. 1
APR 13 1981
Date...
Fee \$ 240.00
ICC Washington, D. C.

RECEIVED
APR 13 12 00 PM '81
FEE OPERATION BR

Interstate Commerce Commission
April 13, 1981
Page Two

General Description of the Equipment Covered by the Agreements:

Individual Sale Record No. 2 and Individual Leasing Record No. 2:

Seventy-four (74) 70-ton covered hopper cars, approximately
2600 cu. ft. capacity
Identifying Marks: BKTY 1300, 1302-1374

Individual Sale Record No. 3 and Individual Leasing Record No. 3:

Two (2) 100-ton 60'105" cushion underframe box cars, AAR-XML
Identifying Marks: BKTY 648, 649

Individual Sale Record No. 4 and Individual Leasing Record No. 4:

Twenty-eight (28) 100-ton covered hopper airslide cars,
approximately 4180 cu. ft. capacity, AAR-LO
Identifying Marks: BKTY 1200-1207, 1209-1228

Individual Sale Record No. 5 and Individual Leasing Record No. 5:

Four (4) 70-ton covered hopper airslide cars, 2600 cu. ft.
capacity, AAR-LO
Identifying Marks: BKTY 1050-1053

Individual Sale Record No. 6 and Individual Leasing Record No. 6:

Twenty-three (23) 100-ton 50'1" insulated cushion underframe
box cars, AAR-RBL
Identifying Marks: BKTY 75-85, 87-98

Individual Sale Record No. 7 and Individual Leasing Record No. 7:

Forty-seven (47) 100-ton covered hopper cars, approximately
4427 cu. ft capacity
Identifying Marks: BKTY 1100-1120, 1122-1126, 1128-1135, 1137-1149

When recording of the enclosed documents has been completed,
will you kindly return to our representative three counterparts
of each document.

Very truly yours,



Robert A. Fuller
Counsel

RAF/glj
Enclosures

INDIVIDUAL SALE RECORD

I.S.R. NO. 7 Effective Date of Conditional Sale April 1, 1981

DESCRIPTION OF EQUIPMENT	NUMBER OF UNITS	IDENTIFICATION NUMBERS	ALLOCATED		AGGREGATE	
			PURCHASE PRICE PER UNIT		PURCHASE PRICE	
100-ton covered hopper cars, approximately 4427 cu. ft. capacity	47	BKTY 1100-1120, 1122-1126, 1128-1135, 1137-1149	\$16,000		\$ 752,000	

RECORDATION NO. 13905-N
Filed 1-25

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INTERSTATE COMMERCE COMMISSION

1-103A116
No. APR 13 1981
Date.....
Fee \$.....
ICC Washington, D. C.

TOTAL \$ 752,000

Amount of Monthly Interest Payment
Covering the Aggregate Purchase
Price During Interim Period:

\$3,525

\$18,487.54

Units(s) of Equipment to be fully paid for by September 30, 1996

The undersigned Seller hereby sells to the undersigned Buyer the Equipment described herein. The covenants, terms and conditions of this Sale Agreement are those contained in a Master Conditional Sale Agreement between the undersigned Seller and Buyer dated as of December 1, 1980, which covenants, terms and conditions are hereby incorporated by reference.

SOUTHWESTERN STATES MANAGEMENT CO., BUYER

By [Signature]

Title _____

THE COMMONWEALTH PLAN, INC., SELLER

By [Signature]

Title Assistant Controller

STATE OF TEXAS)
)
COUNTY OF DALLAS)

On this 30th day of March, 1981, before me personally appeared H. O. Brandt, to me personally known, who, being by me duly sworn, says that he is Vice President of Southwestern States Management Co., that one of the seals affixed to the foregoing instrument is the corporate seal of said corporation, that said instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

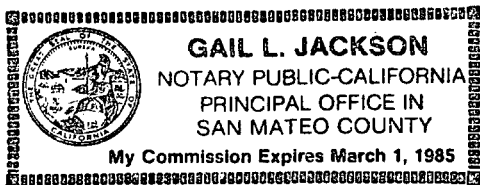
Fannie Garrett-Meador
Fannie Garrett-Meador Notary Public

My Commission expires:

December 10, 1981

STATE OF CALIFORNIA)
)
COUNTY OF SAN MATEO)

On this 8th day of April, 1981, before me personally appeared D. J. Stock, to me personally known, who, being by me duly sworn, says that he is Assistant Controller of The Commonwealth Plan, Inc., that one of the seals affixed to the foregoing instrument is the corporate seal of said corporation, that said instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.



Gail L. Jackson
Notary Public

My Commission expires:

March 1, 1985